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BY-LAWS
OF
MILWAUKEE RADIO AMATEUR'S CLUB, INC

ARTICLE I

INCORPORATION

The Milwaukee Radio Amateur's Club, Inc. is incorporated under the laws of the State of Wisconsin in the ~~year~~ 3/1923 and herein further reference to the corporation will be as MRAC.

ARTICLE II

MEMBERSHIP

The MRAC shall have four classes of membership consisting of the following:

1. REGULAR MEMBER who shall hold a valid United States Amateur Radio operator License and have a bonafide interest in amateur radio activities.

2. ASSOCIATE MEMBER who shall have a bonafide interest in amateur radio activities.

3. NON-RESIDENT MEMBER who may or may not have an Amateur Radio Operator License and has a bonafide interest in amateur radio activities but resides beyond the limits of Milwaukee County and the counties immediately surrounding it.

4. LIFE MEMBER who shall be selected from the Regular Membership by the Board of Directors after said member has attained the age of 60 or more years and has been maintained a continuous membership in good standing for at least 20 years prior to reaching the age of 60.

Each member of MRAC shall, if in good standing and present at a meeting, be eligible to participate in the business meetings of the MRAC and serve in any of its elective or appointed positions, and shall have a vote at the annual meeting of MRAC.

ARTICLE III

In addition to the purposes of the MRAC set forth in its Articles of Incorporation, its purposes are to foster the ownership, operation and maintenance of amateur, special amateur or experimental radio telegraphic and telephonic station or stations: to promote the art, science, and technology of radio telegraphy, telephony, video and data transmission, and allied

subjects among its members; conduct courses of instruction for each of the grades of amateur radio operator license applicants; conduct field tests for emergency communication; associate or affiliate itself with the American Radio Relay League, Inc. of Hartford, Connecticut, or any other radio telegraphic or telephonic organization to promote improvement of short-wave radio communication; to organize area wide radio amateurs into an effective unit to provide the membership with the educational means to acquire the latest technology with respect to its activities; and to effect compliance with all rules and regulations of the Federal Communications Commission and the State of Wisconsin with respect thereto.

ARTICLE IV

Section 1. Annual Meeting The regular May membership meeting shall be designated as the Annual Meeting for the election of members to the Board of Directors and officer positions and to receive the annual reports of the presiding officers, directors and committees and to transact other business. Notice of the meeting signed by the Secretary, shall be mailed to the last recorded address at least five (5) days prior to the date of meeting. Such notice shall state the time, place and purpose of the meeting.

Section 2. Special Meetings Special meetings shall be called by the Board of Directors at its discretion.

Section 3. Place of Meetings Meeting of the members shall be held at such place designated by the Board of Directors.

Section 4. Quorum. The presence in person or by proxy of 25% of the members of the MRAC entitled to vote shall be necessary to constitute a quorum for the transaction of business; however, a quorum shall not include Non-Resident members absent from the meeting nor Life Members absent from the meeting and not residents of the State of Wisconsin.

Section 5. Order of Business The order of business shall be governed by Robert's Rules of Order.

ARTICLE V

ELECTION OF DIRECTORS & OFFICERS

ARTICLE VI

Section 1 General Powers The property, affairs and business of the MRAC shall be managed by the Board of Directors.

Section 2 Number and Term of Office The Board of Directors shall consist of twelve (12) persons. It will be comprised of five (5) officers of the MRAC and seven (7) elected directors; one of which will be appointed as Chairman by the Board of Directors to serve at the pleasure of the Board. All directors and officers shall be elected from the MRAC membership and shall hold office until successors are elected. The term of office shall be two (2) years. At the expiration of any term, any director may be re-elected. The Chairman shall have no voting rights except in the case of a tie vote among the Directors.

Section 3 Organization At all meetings of the Board of Directors, the President shall preside and in his/her absence the First Vice President and in the absence of the First Vice President, the Second Vice President.

Section 4 Resignation and Removal Any director of the MRAC may resign at any time by giving written notice to the Secretary of the MRAC. Such resignation shall take effect at the date of the receipt of such notice, or at any later time specified therein. The acceptance of such resignation shall not be necessary to make it effective.

Any one or more of the Directors may be removed for due cause at anytime by vote of the Board of Directors present at any special meeting called for that purpose.

Section 5 Place of Meeting The meetings of the Board of Directors shall be held at such time and place as designated by a verbal or written notice of the meeting.

Section 6 Special Meeting Special meeting of the Board of Directors shall be called upon written demand of two (2) directors when addressed to the President, Vice Presidents, or Secretary of the MRAC, stating reason or purpose of such demand. Notice of such meeting shall be made by a mailed communication to each director at least two (2) weeks before the date on which such meeting is to be held. Every such notice shall state the time, place and purpose of the meeting. No business other than that so stated in the notice shall be transacted at said meeting without the consent of a majority of all members of the Board of Directors.

Section 7 Quorum And Board Actions A majority of directors in office at the time of any regular or special meeting of the Board shall constitute a quorum for the transaction of business of such meeting. The act of a majority of the directors present at any such meeting at which a quorum is present shall be the act of the Board of Directors. In the absence of a quorum, a majority of the directors present may adjourn the meeting from time to time until a quorum is present. The directors present at a duly called meeting at which a quorum is present may continue to transact business until adjournment not withstanding the withdrawal of enough directors to leave less than a quorum.

Notice of any adjourned meeting need not be given. In accordance with Section 181.72, Wis. Stats., any action which might be taken at a meeting of the Board of Directors may be taken without a meeting if done in writing and signed by all directors.

Section 8 Absence Should any member of the Board of Directors absent him/herself from three (3) consecutive meeting of the board without sending a communication to the President or Secretary stating reasons for such absence and if such reason should not be accepted by the board, such seat on the board my be declared vacant and the President may proceed with the necessary to fill the vacancy. The person so chosen shall hold office until the next annual meeting or until a successor shall have been chosen at a special meeting of and by the membership.

ARTICLE VII

OFFICERS

Section 1 Number The officers of the MRAC shall be President, First Vice President, Second Vice President, Secretary and Treasurer.

Section 2 Election, Installation, and Term of Office The officers of the MRAC shall be elected at the annual meeting by the membership. Newly elected officers shall be formally installed at the regular June meeting. Each officer shall continue in office until a successor is duly elected, qualified and shall have entered upon the discharge of duties or until removed in the manner hereinafter provided. The President shall hold office until a successor has been elected and qualified.

Section 3 Resignation Any officer may resign by giving written notice to the President or Secretary of MRAC. Such resignation shall take effect at the date of the receipt of such notice or any later time specified therein. Unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 4 Removal Any officer may be removed for due cause by a vote of the majority of the Board with removal becoming effective after disclosure of the proposed action to the membership.

Section 5 Vacancies A vacancy in any office because of death, resignation, removal, disqualification or any other cause shall be filled for the unexpired portion of the term in the manner prescribed in these By-Laws (ART.V Sec.8)

Section 6 Compensation No compensation in the form of salary, bonus or gratuity shall ever be paid to any officer of MRAC In return for service rendered in carrying out duties of the elected position. Exception will include reasonable allowances paid for actual expenditures for material purchases used in

normal operation of the MRAC and related equipment.

Section 7 Duties & Responsibilities The duties of each officer is as listed:

A. PRESIDENT-- shall preside at the regular and special meetings of the membership and shall perform such duties as may be assigned by the Board of Directors. The president shall have the power to appoint committees to carry on activities of the MRAC and sign and execute all authorized bonds, contracts or other obligations in the name of the MRAC.

B. FIRST-VICE PRESIDENT--shall discharge the duties of the president in the event of the absence or disability of the president for any cause whatever and shall have charge of all technical and speaker programs and additional events of the year as may be prescribed by the Board of Directors.

C. SECOND-VICE PRESIDENT---shall be responsible for promoting membership and attendance at the meetings of the MRAC in addition to duties that may be assigned by the Board of Directors and shall take the place of the First Vice-president if absent.

D. SECRETARY---shall keep the minutes of all meetings of the and theboard of directors; shall, if requested read the minutes of the previous membership meeting for approval; shall mail notices of meetings as required and in general perform all duties incident to the office of Secretary and such other duties as may be assigned by the Board of Directors or President.

D. TREASURER--- shall have charge of all receipts and monies of MRAC; deposit them in the name of the MRAC in a bank approved by the Board of Directors, and disburse funds as; shall keep regular accounts of receipts and disbursements, submit a record when requested and give an itemized statement at regular meetings of MRAC. In general perform all duties incident to and customarily performed by such officer and perform such duties be assigned by the Board od Directors or President.

ARTICLE VIII

CONTRACTS-CHECKS-BANK ACCOUNTS-ETC